

BEFORE THE
PUBLIC SERVICE COMMISSION
OF SOUTH CAROLINA

COVER SHEET

Application of Time Warner Telecom of South Carolina, LLC; Xspedius Management Co. of Charleston, LLC; Xspedius Management Co. of Spartanburg, LLC; Xspedius Management Co. of Columbia, LLC; Xspedius Management Co. of Greenville, LLC; and Xspedius Management Co. Switched Services, LLC for Approval to Transfer Assets, of Corporate Internal Restructuring, and for Name Change

DOCKET
NUMBER: 2007-132-C

SC PUBLIC SERVICE
COMMISSION

2007 OCT -1 PM 4:16

RECEIVED

(Please type or print)

Submitted by: Bonnie D. ShealySC Bar Number: 11125

Address: Robinson, McFadden & Moore, P.C.
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Columbia, SC 29202

Telephone: (803) 779-8900Fax: (803) 252-0724

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NOTE: The cover sheet and information contained herein neither replaces nor supplements the filing and service of pleadings or other papers as required by law. This form is required for use by the Public Service Commission of South Carolina for the purpose of docketing and must be filled out completely.

DOCKETING INFORMATION (Check all that apply)

☐ Emergency Relief demanded in petition ☐ Request for item to be placed on Commission's Agenda expeditiously

☒ Other: _____

INDUSTRY (Check one)	NATURE OF ACTION (Check all that apply)		
<input type="checkbox"/> Electric	<input type="checkbox"/> Affidavit	<input checked="" type="checkbox"/> Letter	<input type="checkbox"/> Request
<input type="checkbox"/> Electric/Gas	<input type="checkbox"/> Agreement	<input type="checkbox"/> Memorandum	<input type="checkbox"/> Request for Certification
<input type="checkbox"/> Electric/Telecommunications	<input type="checkbox"/> Answer	<input type="checkbox"/> Motion	<input type="checkbox"/> Request for Investigation
<input type="checkbox"/> Electric/Water	<input type="checkbox"/> Appellate Review	<input type="checkbox"/> Objection	<input type="checkbox"/> Resale Agreement
<input type="checkbox"/> Electric/Water/Telecom.	<input type="checkbox"/> Application	<input type="checkbox"/> Petition	<input type="checkbox"/> Resale Amendment
<input type="checkbox"/> Electric/Water/Sewer	<input type="checkbox"/> Brief	<input type="checkbox"/> Petition for Reconsideration	<input type="checkbox"/> Reservation Letter
<input type="checkbox"/> Gas	<input type="checkbox"/> Certificate	<input type="checkbox"/> Petition for Rulemaking	<input type="checkbox"/> Response
<input type="checkbox"/> Railroad	<input type="checkbox"/> Comments	<input type="checkbox"/> Petition for Rule to Show Cause	<input type="checkbox"/> Response to Discovery
<input type="checkbox"/> Sewer	<input type="checkbox"/> Complaint	<input type="checkbox"/> Petition to Intervene	<input type="checkbox"/> Return to Petition
<input checked="" type="checkbox"/> Telecommunications	<input type="checkbox"/> Consent Order	<input type="checkbox"/> Petition to Intervene Out of Time	<input type="checkbox"/> Stipulation
<input type="checkbox"/> Transportation	<input type="checkbox"/> Discovery	<input type="checkbox"/> Prefiled Testimony	<input type="checkbox"/> Subpoena
<input type="checkbox"/> Water	<input type="checkbox"/> Exhibit	<input type="checkbox"/> Promotion	<input type="checkbox"/> Tariff
<input type="checkbox"/> Water/Sewer	<input type="checkbox"/> Expedited Consideration	<input type="checkbox"/> Proposed Order	<input type="checkbox"/> Other:
<input type="checkbox"/> Administrative Matter	<input type="checkbox"/> Interconnection Agreement	<input type="checkbox"/> Protest	
<input type="checkbox"/> Other:	<input type="checkbox"/> Interconnection Amendment	<input type="checkbox"/> Publisher's Affidavit	
	<input type="checkbox"/> Late-Filed Exhibit	<input type="checkbox"/> Report	

October 1, 2007

VIA ELECTRONIC FILING
& HAND DELIVERED ORIGINAL

Bonnie D. Shealy
1901 MAIN STREET, SUITE 1200
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COLUMBIA, SOUTH CAROLINA 29202

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(803) 779-8900 | (803) 227-1102 *direct*
FAX
(803) 252-0724 | (803) 744-1551 *direct*

bshealy@robinsonlaw.com

Mr. Charles Terreni, Chief Clerk
Public Service Commission of South Carolina
Synergy Business Park, Saluda Building
101 Executive Center Drive
Columbia, SC 29210

Re: Time Warner Telecom of South Carolina - Xspedius Merger
Docket No. 2007-132-C

Dear Mr. Terreni:

On August 27, 2007, Time Warner Telecom of South Carolina LLC ("Time Warner Telecom"), Xspedius Management Co. of Charleston, LLC; Xspedius Management Co. of Spartanburg, LLC; Xspedius Management Co. of Columbia, LLC; Xspedius Management Co. of Greenville, LLC; and Xspedius Management Co. Switched Services, LLC (collectively "Xspedius Companies") notified the Commission that the asset transfer and corporate restructuring approved by the Commission in Order no. 2007-441 was complete. Due to tariff related issues, we withdrew that request by letter filed August 30, 2007.

Time Warner Telecom has now filed replacement tariffs for access, local exchange, long distance and private line services to incorporate the Xspedius Companies' services. All revised tariffs have now been approved by the Commission.

We enclose for the Commission's information copies of the related corporate documents filed with the Delaware and South Carolina Secretary of State's offices in regard to the transfer. Since the transaction has been consummated and Time Warner Telecom has completed the requirements of Order No. 2007-441, we respectfully renew our request that the certificates of public convenience and necessity of the Xspedius Companies be cancelled by the Commission.

By copy of this letter we are notifying the Office of Regulatory Staff. Please date-stamp the extra copy of this letter provided as proof of filing and return it with our

THIS DOCUMENT IS AN EXACT DUPLICATE, WITH THE EXCEPTION OF THE FORM OF THE SIGNATURE, OF THE E-FILED COPY SUBMITTED TO THE COMMISSION IN ACCORDANCE WITH ITS ELECTRONIC FILING INSTRUCTIONS.

Mr. Terreni
October 1, 2007
Page 2

courier.

If you have any questions or need additional information, please have someone on your staff contact me.

Very truly yours,

ROBINSON, MCFADDEN & MOORE, P.C.


Bonnie D. Shealy

/bds
enclosure

cc/enc : Ms. Carolyn Ridley, Vice President - Regulatory Affairs (via email)
Ms. Pamela Sherwood, Vice President – Regulatory Affairs (via email)
C. Lessie Hammonds, Staff Attorney ORS (via email & U.S. Mail)
David F. Butler, Hearing Examiner PSC (via email & U.S. Mail)

Delaware

The First State

PAGE 1

RECEIVED
2007 OCT - 1 PM 4:17
SC PUBLIC SERVICE
COMMISSION

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"XSPEDIUS MANAGEMENT CO. OF CHARLESTON, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"XSPEDIUS MANAGEMENT CO. OF COLUMBIA, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"XSPEDIUS MANAGEMENT CO. OF GREENVILLE, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"XSPEDIUS MANAGEMENT CO. OF SPARTANBURG, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

WITH AND INTO "TIME WARNER TELECOM OF SOUTH CAROLINA LLC" UNDER THE NAME OF "TIME WARNER TELECOM OF SOUTH CAROLINA LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SIXTH DAY OF JUNE, A.D. 2007, AT 8 O'CLOCK A.M.

070907-0214

FILED: 09/07/2007

TIME WARNER TELECOM OF SOUTH CAROLINA, LLC

Filing Fee: \$110.00 ORIG



Mark Hammond

South Carolina Secretary of State



3223791 8100M

070754817

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5845770

DATE: 07-16-07

State of Delaware
Secretary of State
Division of Corporations
Delivered 08:00 AM 06/26/2007
FILED 08:00 AM 06/26/2007
SRV 070754817 - 3223791 FILE

**CERTIFICATE OF MERGER OF
XSPEDIUS MANAGEMENT CO. OF GREENVILLE, LLC,
XSPEDIUS MANAGEMENT CO. OF COLUMBIA, LLC,
XSPEDIUS MANAGEMENT CO. OF SPARTANBURG, LLC,
AND
XSPEDIUS MANAGEMENT CO. OF CHARLESTON, LLC
WITH AND INTO
TIME WARNER TELECOM OF SOUTH CAROLINA LLC**

***Pursuant to Section 18-209 of the
Limited Liability Company Act of Delaware***

The undersigned limited liability company does hereby certify:

FIRST: That the name and jurisdiction of formation of each of the constituent limited liability companies in the merger is as follows:

<u>Name</u>	<u>Jurisdiction of Formation</u>
Xspedius Management Co. of Greenville, LLC	Delaware
Xspedius Management Co. of Columbia, LLC	Delaware
Xspedius Management Co. of Spartanburg, LLC	Delaware
Xspedius Management Co. of Charleston, LLC	Delaware
Time Warner Telecom of South Carolina LLC	Delaware

SECOND: That the merger among the constituent companies in the merger has been approved and resolutions executed by each of the constituent companies.

THIRD: That Time Warner Telecom of South Carolina LLC will be the surviving limited liability company in the Merger and that the name of the surviving limited liability company will be "Time Warner Telecom of South Carolina LLC."

FOURTH: That the merger is to become effective immediately.

FIFTH: That the merger documents are on file at an office of the surviving limited liability company, the address of which is: 10475 Park Meadows Drive, Littleton, CO 80124.

SIXTH: That a copy of the merger documents will be furnished by the surviving limited liability company, on request and without cost, to any member of the constituent companies.

IN WITNESS WHEREOF, Time Warner Telecom of South Carolina LLC has caused this certificate of merger to be executed by its duly authorized officer this 22nd day of June, 2007.

TIME WARNER TELECOM OF South Carolina LLC
By: Time Warner Telecom Holdings Inc.,
its sole member

By: Tina Davis
Tina Davis
Senior Vice President and
Deputy General Counsel

1 copy

SOUTH CAROLINA
SECRETARY OF STATE

FOREIGN LIMITED LIABILITY COMPANY
CERTIFICATE OF CANCELLATION
OF AUTHORITY TO TRANSACT BUSINESS IN
SOUTH CAROLINA

TYPE OR PRINT CLEARLY IN BLACK INK

This foreign limited liability company in accordance with Section 33-44-1007 of the 1976 South Carolina Code of Laws, as amended, hereby cancels its authority to transact business in South Carolina by filing this certificate of cancellation

- 1 The name of the foreign limited liability company as filed in South Carolina is
Xspedius Management Co of Charleston, LLC
- 2 The foreign limited liability company was qualified in South Carolina on June 28, 2002
- 3 The foreign limited liability company is no longer transacting business in South Carolina
- 4 The foreign limited liability company cancels its authority to transact business in South Carolina
- 5 The forwarding address which the Secretary of State may mail a copy of any process served on the limited liability corporation is
10475 Park Meadows Drive, Littleton, CO 80124

Date June 26, 2007

By: Xspedius Communications, LLC,
Tina Davis its sole member
Signature

Tina Davis, SVP and Deputy General Counsel
Name/Capacity

FILING INSTRUCTIONS

- 1 File two copies of this application, the original and either a duplicate original or a conformed copy
- 2 If management of this foreign limited liability company is vested in managers, a manager shall execute this certificate of cancellation of authority to transact business in South Carolina. Specify in which capacity the person is signing
- 3 If space on this form is insufficient, please attach additional sheets containing a reference to the appropriate paragraph in this form, or prepare this form by computer disk, which will allow additional space to be included in the form
- 4 This application must be accompanied by the filing fee of \$10.00, payable to the Secretary of State

Return to Secretary of State
PO Box 11350
Columbia, SC

070803-0132 FILED 07/30/2007
XSPEDIUS MANAGEMENT CO OF CHARLESTON, LLC
Filing Fee \$10.00 ORIG



LLC-FOREIGN LIMITED LIABILITY COMPANY

Mark Hammond

South Carolina Secretary of State

Used by South Carolina
of State, January 2000

1 copy

**SOUTH CAROLINA
SECRETARY OF STATE**

**FOREIGN LIMITED LIABILITY COMPANY
CERTIFICATE OF CANCELLATION
OF AUTHORITY TO TRANSACT BUSINESS IN
SOUTH CAROLINA**

TYPE OR PRINT CLEARLY IN BLACK INK

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Xspedius Management Co of Columbia, LLC
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10475 Park Meadows Drive, Littleton, CO 80124

Date June 26, 2007 ☒

By: Xspedius Communications, LLC,
its sole member
By: Tina Davis
Signature

Tina Davis, SVP and Deputy General Counsel
Name/Capacity

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Return to Secretary of State
PO Box 11350
Columbia, SC 29211

LLC-FOREIGN LIMITED LIABILITY

070803-0131

FILED 07/30/2007
XSPEDIUS MANAGEMENT CO OF COLUMBIA, LLC

Filing Fee \$10.00 ORIG

Mark Hammond

South Carolina Secretary of State

Form Revised by South Carolina
Secretary of State, January 2000

1 copy

**SOUTH CAROLINA
SECRETARY OF STATE**

CERTIFIED TO BE A TRUE AND CORRECT COPY
AS TAKEN FROM AND COMPARED WITH THE
ORIGINAL FILED

**FOREIGN LIMITED LIABILITY COMPANY
CERTIFICATE OF CANCELLATION
OF AUTHORITY TO TRANSACT BUSINESS IN
SOUTH CAROLINA**

2007

TYPE OR PRINT CLEARLY IN BLACK INK

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10475 Park Meadows Drive, Littleton, CO 80124

Date June 26, 2007 ☒

By: Xspedius Communications, LLC, its sole member
Tina Davis
Signature

Tina Davis, SVP and Deputy General Counsel
Name/Capacity

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Return to Secretary of State
PO Box 11350
Columbia, SC 29211

LLC-FOREIGN LIMITED LIABILITY COMPANY C

070803-0133 FILED 07/30/2007
XSPEDIUS MANAGEMENT CO OF GREENVILLE, LLC
Filing Fee \$10.00 ORIG
Mark Hammond
South Carolina Secretary of State

ed by South Carolina
f State, January 2000

LCM

**SOUTH CAROLINA
SECRETARY OF STATE**

CERTIFIED TO BE A TRUE AND CORRECT COPY
AS TAKEN FROM THE COMPARISON WITH THE
FILE

**FOREIGN LIMITED LIABILITY COMPANY
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SOUTH CAROLINA**

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Date June 26, 2007

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By: Tina Davis
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Tina Davis, SVP and Deputy General Counsel
Name/Capacity

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Columbia, SC 29211

070803-0130 FILED 07/30/2007
XSPEDIUS MANAGEMENT CO OF SPARTANBURG, LLC
Filing Fee \$10.00 ORIG

LLC-FOREIGN LIMITED LIABILITY COMPANY

Mark Hammond

South Carolina Secretary of State

used by South Carolina
of State, January 2000

copy

**SOUTH CAROLINA
SECRETARY OF STATE**

CERTIFIED TO BE A TRUE AND CORRECT COPY
AS TAKEN FROM THE ORIGINAL FILED
IN THE OFFICE OF THE SECRETARY OF STATE

**FOREIGN LIMITED LIABILITY COMPANY
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Columbia, SC 29211

LLC-FOREIGN LIMITED LIABILITY COMPANY C

070803-0129 FILED 07/30/2007
XSPEDIUS MANAGEMENT CO SWITCHED SERVICES, LLC
Filing Fee \$10.00 ORIG

Mark Hammond

South Carolina Secretary of State

ed by South Carolina
f State, January 2000